

November 26, 2008

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Attention: Wireline Competition Bureau

Re: Joint Application of Vanco plc (in administration) and Vanco Direct USA, LLC, Transferors, and Capital Growth Acquisition, Inc., Transferee, for Grant of Authority Pursuant to Section 214 of the Communications Act of 1934, as amended, and Sections 63.04 and 63.24 of the Commission's Rules to Complete a Transfer of Control of an Authorized Domestic and International Section 214 Carrier, File Nos. WC Docket No. 08-229, ITC-T/C-20081114-00501.

Dear Ms. Dortch:

Vanco plc (in administration) ("Vanco plc"), Vanco Direct USA, LLC ("Vanco USA" and, together with Vanco plc, "Transferors"), and Capital Growth Acquisition, Inc. ("Capital Growth" or "Transferee" and, together with Transferors, the "Applicants") provide the following information in response to the request of FCC staff in respect of the above-captioned application.

FCC staff requested a statement of the telecommunications services provided by Vanco USA. Vanco USA is a leading U.S.-based virtual network operator (VNO) that offers carrier- and technology-neutral telecommunications services through strategic relationships with hundreds of carriers and proprietary information resources. Vanco USA is a single source for analysis, design, planning and provisioning of customized carrier-neutral Layer 1 connections in the U.S. for telecom service providers and cable operators. Customers such as Bell Canada, Asia Netcom, AT&T, Verizon and Time Warner Cable use the Company's services to expand their networks and reach customers outside their embedded footprint.

Vanco USA has gathered significant network information from multiple transport suppliers and market resources. Vanco USA's Universal Information Exchange (UIX) database contains proprietary information on the demand, pricing, geography and process requirements related to provisioning network components throughout the U.S. Data is collected on a daily basis (much of the information on a real-time basis through electronic

data exchange) from hundreds of internal and external sources. This extensive database permits Vanco USA to develop customized transport solutions for customers through a variety of technologies and carriers, and is the foundation for the various information products and software tools Vanco USA provides.

FCC staff also inquired as to whether any affiliates of the Transferee provided telecommunications services (other than Transferee's affiliate Global Capacity Group, Inc., which is identified in the above-captioned application as a telecommunications carrier). Transferee submits that it has no other affiliates providing telecommunications services. Transferee also clarifies that Global Capacity Group, Inc. is not a subsidiary of Transferee (as mistakenly described in the above-captioned application) but is an affiliate of Transferee. Transferee and Global Capacity Group, Inc. share common ownership (each is a wholly-owned subsidiary of Capital Growth Systems, Inc.).

Finally, FCC staff requested that Vanco plc and Vanco USA withdraw their request for acceptance of late-filed notice of an involuntary transfer of control and of a pro forma transfer of control from the above-captioned application and instead file a separate notice addressing these matters. Vanco plc and Vanco USA have already withdrawn such request, as evidenced by the attached letter amendment filed November 19, 2008. Although the Wireline Competition Bureau file number was not referenced in the attached letter, the Applicants filed a joint application (addressing both domestic and international services) and it was the intent of Vanco plc and Vanco USA thereby to withdraw the *nunc pro tunc* request for purposes of consideration of the application by both the Wireline Competition Bureau and the International Bureau.

As requested by Commission staff, Vanco plc and Vanco USA will file a separate notification of an involuntary transfer of control and of a pro forma transfer of control, which notification will supersede such request made in the above-captioned application.

Should you have any questions or require further information, please do not hesitate to contact us.

Respectfully submitted,



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COUNSEL FOR VANCO PLC AND
VANCO DIRECT USA, LLC

STAMP AND RETURN

November 19, 2008

FILED/ACCEPTED

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
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Federal Communications Commission
Office of the Secretary

Re: Joint Application of Vanco plc (in administration) and Vanco Direct USA, LLC, Transferors, and Capital Growth Acquisition, Inc., Transferee, for Grant of Authority Pursuant to Section 214 of the Communications Act of 1934, as amended, and Sections 63.04 and 63.24 of the Commission's Rules to Complete a Transfer of Control of an Authorized Domestic and International Section 214 Carrier, File No. ITC-T/C-20081114-00501.

Dear Ms. Dortch:

Vanco plc (in administration) ("Vanco plc"), Vanco Direct USA, LLC ("Vanco USA" and, together with Vanco plc, "Transferors"), and Capital Growth Acquisition, Inc. ("Capital Growth" or "Transferee" and, together with Transferors, the "Applicants") hereby amend the above-captioned application in the following respects.

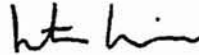
First, Applicants request that the reference to Vanco USA holding authorization to provide global facilities-based and resale services pursuant to File No. ITC-214-19990811-00546 be deleted from the above-captioned pending application. Vanco USA is not authorized pursuant to File No. ITC-214-19990811-00546. Rather, Vanco USA is authorized to provide global facilities-based and resale services pursuant to authority granted in File No. ITC-214-20050331-00136, as described in the pending above-captioned application.

Second, Vanco plc and Vanco USA request that their request for acceptance of late-filed notice of an involuntary transfer of control and of a pro forma transfer of control be withdrawn from the above-captioned pending application for a transfer of control of Vanco USA from Vanco plc to Capital Growth. As requested by Commission staff, Vanco plc and Vanco USA will file a separate notification of an involuntary transfer of control and of a pro forma transfer of control, which notification will supersede such request made in the above-captioned application.

Marlene H. Dortch
November 19, 2008
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